

NORTH DAKOTA BUSINESS, FARM, PROFESSIONAL ARTICLES OF AMENDMENT

North Dakota business, farm, and professional corporations may amend their Articles of Incorporation as provided in North Dakota Century Code, Chapter 10-19.1.

FILING FEES: \$20. Additional fees may be required as follows:

(a) \$10 for the Registered Agent Consent to Serve if the registered agent is changed. (b) License fees if the authorized shares, or the par value of authorized shares is increased. License fees equal \$10 for every additional \$10,000 in excess of license fees currently paid. License fees are calculated by multiplying the number of authorized shares by the par value. If shares are authorized without par value, multiply the authorized shares by \$1. (c) If the corporation amends its corporate name and selects a corporate name that is the same as or deceptively similar to the name of another organization name registered with the Secretary of State, an additional \$10 is required for filing each consent to use of name. (Checks must be payable to "Secretary of State" and must be for U.S. negotiable funds. Payment may also be made by credit card using VISA, Master Card, or Discover.)

ATTACHMENTS:

Registered Agent Consent To Serve: If the registered agent is changed, the Articles of Amendment must be accompanied by a signed consent of the registered agent.

Initial Report for Farming or Ranching: If a business corporation is converting to a farm corporation, the Initial Report for Farming or Ranching must be filed with the amendment. For a form, contact the Secretary of State's Office.

The following numbers correspond to the numbered sections on the front of this form.

1. Provide the corporate name exactly as currently provided for in the Articles of Incorporation filed with the Secretary of State. If the name in number 1 is not the name as registered, the name will be corrected when received by the Secretary of State.
2. To properly maintain corporate records, the Federal ID number is required if the corporation has one.

Privacy: In compliance with N.D.C.C., Section 10-19.1-149.1, social security or Federal ID numbers are not disclosed to the public. They are used by the Secretary of State to maintain accurate corporate files. Therefore, while voluntary disclosure is requested, failure to do so will not result in rejection of the application.
3. The telephone number of the corporation's principal executive office is required.
4. Provide the complete physical and mailing address of the corporation's principal executive office wherever located. This address cannot be only a post office box number.
5. Provide a toll-free telephone number if the corporation has one.
6. Provide the article(s) to be amended. More than one article may be amended on a single amendment form.

If the corporate name is being changed, the name must be in the English language or in any other language expressed in English letters or characters. The name of a business corporation must include the word "company", "corporation", "incorporated", "limited", or an abbreviation of one of these. The name of a professional corporation must include the word "chartered", "limited", or the words "professional corporation", "professional association", or an abbreviation of one of these.

The name may not be the same as, or deceptively similar to, any corporate name, limited liability company name, trade name, limited partnership name, limited liability limited partnership name, or a name that is in any manner reserved with the Secretary of State.

The name may not include such words as "bank", "banker", or "banking", or any other word or words of like import. (North Dakota Century Code, Section 6-02-01) These words are preserved by North Dakota law for use by the Bank of North Dakota and state and national banks.

If the registered agent has changed, or if the address of the registered agent has changed, the change can be reflected on this amendment. Provide the name of the registered agent in North Dakota. A corporation must continuously maintain a registered agent and address in North Dakota. A corporation cannot serve itself as registered agent. The registered agent may be one of the following:

- a) An individual residing in North Dakota,
- b) Another domestic or foreign corporation, or
- c) A domestic or foreign limited liability company.

A corporation or limited liability company appointed as registered agent must be registered with the Secretary of State, be in good standing, and have a business address in North Dakota. If a corporation or limited liability company is named as registered agent, provide the "correct" name of the organization.

If the number or classification of authorized shares, or the par value of authorized shares is being changed, provide the aggregate (total) number of shares the corporation shall be authorized to issue. A business, farm, or professional corporation must be authorized to issue at least one share. Provide the par value authorized for each share, or indicate that the shares are being authorized without par value. If the shares are not all authorized with the same par value, designate the classes of shares and the par value of each class.

If adequate space is not provided on the form, continue the amendments on a separate sheet of paper as an Attachment.

7. Check the box for the desired effective date. Articles of Amendment may be effective at the time filed by the Secretary of State or within 90 days after filing. If a later date is specified, include the month, day, and year. If neither box is checked, the Articles of Amendment will be effective when the Secretary of State files the document.
8. Check the box to indicate the method of adoption.
9. The amendment must be signed and dated by an individual authorized to sign on behalf of the corporation.
10. List the name, e-mail address, and daytime telephone number of a contact person if this office has any questions or needs additional information to file the Articles of Amendment.

(continued)

NORTH DAKOTA BUSINESS, FARM, PROFESSIONAL ARTICLES OF AMENDMENT (CONTINUED)

ASSISTANCE: If assistance is required to complete articles of amendment, contact the Secretary of State.

FAX FILING: Documents and Credit Card Payment Authorization may be faxed to 701-328-2992. A faxed filing does not expedite the process of the application in the office of the Secretary of State.

Email: Email is not a secure utility for the transmission of private information or credit card authorizations. **DO NOT EMAIL YOUR DOCUMENT TO THE SECRETARY OF STATE.**

MAILING INSTRUCTIONS: Send articles of amendment and fee to:

Secretary of State
State of North Dakota
600 E Boulevard Ave Dept 108
Bismarck ND 58505-0500

Telephone: 701-328-4284 Toll Free: 800-352-0867 (8-4284) Fax: 701-328-2992 Home Page: www.nd.gov/sos



CREDIT CARD PAYMENT AUTHORIZATION SECRETARY OF STATE SFN 51478 (06-03)

(All items required to complete transaction)

Name:				
Address:		City:	State:	Zip Code:
<input type="checkbox"/> VISA <input type="checkbox"/> Master Card <input type="checkbox"/> Discover		Signature: (Required by credit card companies)		
Account Number:		V #	Card Expires: Month Year	
			Date:	